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Tarrant County Texas

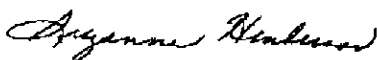
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Submitter: SIMPLIFILE

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5 Pages



Suzanne Henderson

**AMENDMENT AND RATIFICATION
OF
OIL & GAS LEASE**

This Amendment and Ratification of Oil & Gas Lease ("Amendment and Ratification") is entered into between:

"Lessor" (whether one or more): **Hill Investments, LTD**
with a mailing address of **P.O. Box 1568, Cedar Park, Texas 78630**

and

"Lessee": **ASPECT ABUNDANT SHALE LP**
with a mailing address of 1775 Sherman Street, Suite 2400, Denver, Colorado 80203.

Recitals:

- a. Lessor and Lessee previously entered into a certain *Oil & Gas Lease* dated March 23, 2007, which (or a memorandum of which) is recorded as instrument no. D207205904, Real Property Records of Tarrant County, Texas, covering the Lessor's interest in 192.87 acres, more or less, as therein described, reference to which is made for all purposes (the "Lease").
- b. Lessor owns an interest in additional lands in the vicinity of the lands described in the Lease, and Lessor and Lessee desire to amend the Lease to include Lessor's additional interest.

For \$10.00 and other good and valuable consideration, including bonus consideration in an amount agreed to by Lessor and Lessee, the receipt and sufficiency of which is acknowledged, Lessor and Lessees agree as follows:

1. Exhibit "A" attached to the Lease is hereby amended by substituting in its place the Exhibit "A" attached hereto, so that the Lease shall be deemed to cover the lands which are more particularly described on the Exhibit "A" which is attached to this Amendment and Ratification and incorporated herein by reference.

2. Lessor hereby ratifies, confirms and adopts the Lease and all of the terms and provisions contained in the Lease, as hereby amended, to the same extent as if Lessor had executed, acknowledged and delivered the Lease to Lessees as amended by this Amendment and Ratification; and for the same consideration, Lessor hereby grants, leases and lets to Lessee the lands described on Exhibit "A" attached hereto, subject to and in accordance with the terms, conditions and provisions contained in the Lease, as hereby amended, and do further agree and acknowledge that the Lease is in full force and effect as to the entirety of the Lands according to its terms, as hereby amended.

3. Except as expressly amended hereby, the provisions of the Lease shall remain in full force and effect.

4. This Amendment and Ratification may be executed in any number of counterparts, each of which shall be considered an original counterpart, regardless of when such counterpart is executed, and each counterpart shall be binding upon each party who executes the same, without regard to whether any other party executes this document.

5. This Amendment and Ratification is binding upon the Lessor and the Lessee, and their respective heirs, successors and assigns.

Executed to be effective as of the earliest date of acknowledgment set forth below.

[Signature Pages Follow]

Signature Page – Lessor

Lessor: Hill Investments, LTD by Casody Enterprises, L.L.C., its General Partner

[Signature]
[Individual Name]

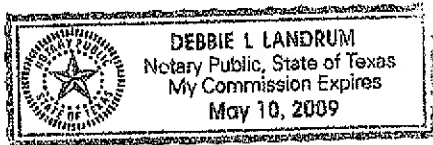

Alan M. Hill, President

[Signature]
[Individual Name]

Acknowledgment

State of Texas; County of Williamson

This instrument was acknowledged before me on Sept 11, 2008, by Alan M. Hill, President of Casody Enterprises, L.L.C. general partner of Hill Investments, LTD on its behalf.



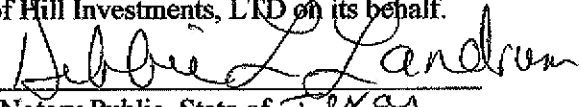

Notary Public, State of Texas

Exhibit "A"

192.87 acres of land, more or less, in the Henry Robertson Survey, A-1798, as described in that certain Mineral Deed from C.W. Piper to Bruce Sullivan, dated September 24, 1940, recorded in Book 1444, Page 595, Tarrant County Real Property Records.

Handwritten mark resembling a stylized 'A' or signature.

EXHIBIT "A" - CONTINUED

Being 452.4 acres, more or less, out of the Milly Gilbert Survey, A-565, Tarrant County, Texas, and being described by metes and bounds as follows:

BEGINNING at the Northwest corner of said M. Gilbert Survey, a stone;

THENCE East with the North line of said M. Gilbert Survey 1100 varas to the Northeast corner of said survey, a stone;

THENCE South with the East line of said Gilbert Survey, at 1900 varas passing the Southwest corner of the Thomas Peck Survey, in all 2455 varas to a stone, the Southeast corner of this tract, in the South line of said Gilbert Survey and in the North line of a tract off of the West part of the William Smith Survey, heretofore conveyed to Mrs. Worthie Putman Bardin;

THENCE west 944 varas to a stone in the East line of the J. Walker Survey, the Southwest corner of said M. Gilbert Survey;

THENCE North with the East line of said J. Walker Survey, 1014 varas, a stone, the Northeast corner of said J. Walker Survey and an inner corner of said M. Gilbert Survey;

THENCE West 171 varas to an iron pipe for the Southeast corner of the Henry Robertson Survey and the Northern Southwest corner of the M. Gilbert Survey;

THENCE North $\frac{1}{4}$ degree East 1441 varas to the PLACE OF BEGINNING, containing 452.4 acres, more or less, and being the same lands as described in a Warranty Deed dated October 21, 1940, recorded in Volume 1454, Page 87, Real Property Records of Tarrant County, Texas, from Lillian C. Putman, et al, as Grantors, to Bruce Sullivan, as Grantee.

LESS AND EXCEPT, 107.67 acres, more or less, contained within the boundaries of the proration unit for the *XTO Energy, Inc. Parr C 1H Well*, located in the Milly Gilbert Survey, A-565, Tarrant County, Texas, and 62.18 acres, more or less, contained within the boundaries of the proration unit for the *XTO Energy, Inc. Parr C2H Well*, located in the Milly Gilbert Survey, A-565, as depicted on unit declarations recorded in the Real Property Records of Tarrant County, Texas, reference to which is made for purposes of description.